

**UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS**

**VISIBLE SYSTEMS CORPORATION,
a Massachusetts Corporation,**

Plaintiff,

v.

C.A. No. 04-CV-11610-RGS

**UNISYS CORPORATION,
a Delaware Corporation,**

Defendant.

**EXPERT WITNESS REPORT OF CLEMENT COTE
PURSUANT TO FED.R.CIV.P., RULE 26(A)(2)(B)**

CLEMENT COTE states as follows:

I. Complete Statement of All Opinions to be Expressed and the Basis and Reasons Therefor

Opinion No. 1: An advertisement by Unisys Corporation dealing with products or services offered in the enterprise architecture or modeling fields and using or displaying the phrase “3D Visible Enterprise” would probably make people who work in those fields and who have been trained in the courses in which I demonstrate Visible Analyst believe that Unisys Corporation had acquired Visible Systems Corporation.

Basis and Reasons for Opinion No. 1: The basis of and reasons for Opinion No. 1 are:

1. my familiarity with the training received by students who have taken the courses I teach;
2. my experience teaching and communicating with those students;
3. my knowledge of their professional activities;
4. my knowledge and experience gained from working and teaching in the enterprise architecture and modeling fields;
5. my familiarity and experience with professional literature used in the preparation or teaching of the courses I teach;

6. my knowledge of Visible Systems Corporation and my experience using its Visible Analyst product; and
7. my review of materials posted on Unisys Corporation's website, which contains descriptions of products and services apparently similar to those offered by Visible Systems Corporation.

Opinion No. 2: In the enterprise architecture and modeling fields, "Visible" is not a common term referring to any particular concept or procedure. The term "Visible" is not commonly used in those fields other than to refer to Visible Systems Corporation or its products.

Basis and Reasons for Opinion No. 2: The basis and reasons for my Opinion No. 2 are:

1. my general training and experience in the enterprise architecture and modeling fields;
2. my general familiarity with the professional literature in those fields;
3. my experience and communications with students and professionals in those fields.

In none of the above have I heard or seen the word "Visible" used as a term of art to refer to any particular concept or procedure in the enterprise architecture or modeling fields. In all of the above, I have heard and seen the word "Visible" used only to refer to Visible Systems Corporation or its products.

II. The Data or Other Information Considered by the Witness in Forming the Opinions

The data or other information I considered in forming my opinions is described above in the "Basis and Reasons" for my opinions nos. 1 and 2.

III. Any Exhibits to be Used as a Summary of or Support for the Opinions

Selected pages from Unisys' Corporation website:

1. http://www.unisys.com/services/enterprise_transformation/index.htm

2. http://www.unisys.com/services/enterprise_transformation/components_s_artifacts.htm
3. http://www.unisys.com/eprise/main/admin/corporate/doc/3D_Artifacts_Booklet.pdf

**IV. The Qualifications of the Witness, Including a List of All Publications
Authored by the Witness Within the Preceding Ten Years**

I am trained as an engineer and hold a B.S. degree in Engineering from École de Technologie Supérieure and a Master's Certificate from Université de Sherbrooke. I initially worked in project management, but approximately 10 years ago entered into the information technology ("IT") field, specializing in how to properly document business requirements for software projects. For the past five years, I have taught a course entitled "Logical Data Process Modeling" ("LDPM") for CDI Education ("CDI") in Canada and for its affiliate, ESI International ("ESI"), in the United States. CDI and ESI provide dedicated training programs in a number of IT areas for private organizations and government agencies. "Business Analysis" is one of the programs offered. It includes the LPDM course. I regularly use Visible Analyst to demonstrate the concepts taught in the course. The students who attend the LDPM course tend to be business analysts, systems and requirements analysts, or software programmers and architects. Generally, these students work for the Canadian federal or provincial governments or for banks, insurance companies and other large organizations. Over the last five years, I have taught the LDPM course for CDI and ESI clients such as Liberty Mutual Insurance Company, Hospital Corporation of America, State of Michigan Department of Transportation, Toyota Motors Corporation, Turner Broadcasting Corporation, Radio Shack Corporation – Dallas, AOL, Blue Cross of Alberta, Telus (Canada's second-largest telco), Cisco Systems and Hewlett Packard of England. I estimate that I have taught the LDPM course

to approximately 1000 students. I have consistently used Visible Analyst as a demonstration tool in these courses, identifying it as such to the students. As a result of demonstrating the software, I have received many inquiries from students about Visible Analyst and Visible Systems Corporation.

My curriculum vitae is attached.

V. The Compensation to be Paid for the Study and Testimony

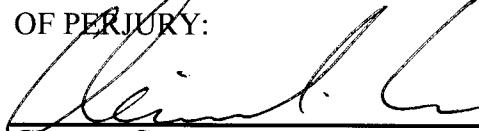
For study and testimony at deposition and trial: \$125/hour.

VI. List of Any Other Cases in Which the Witness Has Testified as an Expert at Trial or by Deposition Within the Preceding Four Years

None.

I reserve the right to supplement this expert witness report in the event that further information becomes available to me.

SIGNED UNDER THE PAINS AND PENALTIES
OF PERJURY:



Clement Cote

Date:

Address: 2C Solutions
1632 de Champigny
Montreal (Quebec) H4E 1M1
Canada

Clément Côté, PMP

Summary

Mr. Clément Côté has more than 16 years of experience project management and has specialized for the last 10 years in the field of IT project management. His expertise includes planning, requirements management, cost control and estimating. He has been involved with the development of analysis and project management systems, processes and methods. Initially trained in engineering, he expanded into systems and information technology.

Mr. Côté was a founding partner of PCMS Conseil, where he was in charge of project management and strategic planning. He is now president of 2C Solutions, a consulting firm specializing in business analysis and project management.

Professional Experience

2C Solutions (since 2004)

President and principal consultant

- Delivery of standard and customized training on the following topics :
 - Business analysis
 - Project management
 - Project management processes
 - IT project management
 - Engineering project management
- Development of training material for CDI Education
 - Development of courseware “Use Case Modeling for Business Analysts”
 - Development of courseware “Workflow Modeling”
 - Reviewer for courseware “Logical Data and Process Modeling”
- Business analysis consultant
 - Implementation of best practices in business analysis
 - Development of business analysis deliverables for various clients
 - Revision of analysis documentation
- Implementation of integrated project management solution (MS Project Server)
 - Procedure implementation
 - Change management
 - Software installation
 - End-user training
 - End-user support

PCMS Conseil (1996 - 2003)

Partner and consultant expert, vice-president of project management

- Delivery of standard and customized training of the following topics :
 - Project management
 - Business analysis
 - Project management processes
 - IT project management

- Engineering project management
 - Project planning and life cycles
 - Project management systems
 - Project management related topics (communications, risks, procurements, HR, etc.)
 - Software, such as MS Project, Open Plan, Workbench, Primavera, etc.
- Development of training material of the following topics:
 - Project management
 - Specific project management processes
 - Client-specific project management methodologies
- Project management consulting for various clients
 - Development of methodologies
 - Project management system expertise
 - Project execution coaching
 - In the following fields: IT, research and development, infrastructure, engineering, construction and manufacturing
- Internal and external project management
 - Durations up to five years
 - Scope up to 15 M\$

GEC-Alsthom – AMF Transport (1994 – 1996)

Master planner

- Global project planning and resource allocation
- Production plan elaboration
- Human resource plan elaboration: labour force planning, hiring and laying off of unionized staff
- Implementation of corporate information systems: Creation of standard WBS, implementation at large of Open Plan software, MRP and PCC modules
- Implementation of corporate project tracking system: Development of supplemental modules to Open Plan, report elaboration and technical user guides
- Implementation of a work planning and tracking system: Development of supplemental modules to Open Plan, procedure elaboration and implementation of standardized coding structure

Société d'Énergie de la Baie James for Plavéco Gérance Ltd (1992 – 1994)

Planning systems coordinator

- Development and implementation of databases for planning and tracking of projects at the corporate level.
- Implementation of a consolidated project tracking system

Plavéco Gérance Ltd (1990 – 1992)

Project management assistant

- Planning, cost control and subcontractor management for the construction of the Grande-Rivière airport

École de Technologie Supérieure (1990)

Lecturer

- Lecturer for “Applied information technology”, focusing on using information technology to resolve common problem in the construction industry
- Lecturer for “Programming and informatics”, an introduction class to programming using Turbo Pascal

Academic Training

- 2004 Université de Sherbrooke, Master certificate in Engineering Management (Advance Graduate Diploma)
- 1990 École de Technologie Supérieure, Bachelor’s degree in Construction Engineering and Management

Professional Training

- 1991 Advanced Open Plan, HMS Software, 3 days
- 1992 Earned Value and Project Performance Measurement, Humphreys & Associates, 2 days
- 1993 Value analysis, Hanscomb group, 5 days
- 1996 Integrated Project Management method, CDI Education, 1 day
- 1998 Introduction to Registrar, Sifton-Bookman, 3 days
- 2000 Time Control Implementation, HMS Software, 5 days
- 2000 PMP Exam Prep, PMI Montréal chapter, 4 days
- 2003 CDI Business analysis curriculum, 25 days (over 2 years)
- 2001 CHARISMA Effective Training Techniques, ESI International, 3 days
- 2004 Facilitation Techniques for Experienced Facilitators, de CDI, 1 day

Professional Activities

- Since 2004 Member, International Institute of Business Analysis (IIBA)
- Since 1997 Member, Project Management Institute (PMI)
- 2005 Speaker, Business Analysis World in Montréal
- 2005 Founding member, IIBA Montréal chapter

Certifications

- Since 2001 Project Management Professional (PMP®) from Project Management Institute (PMI®)
- Since 2001 Certified Business Analyst (McMaster’s University)